

EXHIBIT 5



Name: Myron Greenspan
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VIA FEDERAL EXPRESS and

EMAIL to: care@onequince.com

September 15, 2023

Mr. Sid Gupta
Last Brand, Inc. d/b/a Quince
47 Gilbert Street
San Francisco, CA 94103

URGENT

Re: QUINCE & CO. and QUINCE

Dear Mr. Gupta,

This firm represents Orchard Yarn and Thread Company, Inc. d/b/a Lion Brand Yarn Company (“Orchard”) in its intellectual property matters.

Orchard has recently acquired Quince & Co., Inc. (“Quince & Co.”) including all of its intellectual property rights and goodwill in its registered trademark QUINCE & CO.¹

As you know, the conflicting use of your company’s trademark QUINCE has been previously addressed in correspondence dated January 13, 2022 from the attorney representing Quince & Co., a copy of which is attached for your ready reference. Also, shortly thereafter extensive examples of instances of actual confusion were presented on March 23, 2022 to your attorneys Tommy R. Baker and Bruce P. LaBrie. Instances of actual confusion have continued unabated since then and continue to date. As you must be aware ongoing instances of actual confusion is a very strong indicator or indicia of likelihood of confusion. Both federal and state courts concur in such assessment.

Although it appears that there were some preliminary discussions to address this issue this was never resolved and the conflicting uses have continued to date. This is not a situation that can or be permitted to continue. Your continued use of QUINCE is impinging on the rights of both the previous owner Quince & Co. and, now, also of the rights and goodwill of Orchard as the successor of Quince & Co. Equally, if not more importantly, your company’s continued use of QUINCE is causing actual confusion with consumers and potential consumers in the marketplace.

¹ Quince & Co. has continuously used both trademarks QUINCE & CO. and QUINCE interchangeably to refer to its brand.

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In view of the foregoing, we need to immediately address this issue with the seriousness that it deserves. Accordingly, demand is hereby made that your company:

1. Assign the pending trademark applications for QUINCE Serial Nos. 90678160 and 90678247 to Orchard;
2. Transfer the domain name or URL “quince.com” to Orchard.

Orchard is currently amenable to negotiate with your company to finally come to a settlement or resolution of this situation that is fair and reasonable to the parties involved. If we cannot resolve this matter amicably Orchard will oppose your applications, if and when they are published for opposition, and consider any other of its legal options.

We expect your response within 10 business days.

Should you have any questions or wish to discuss please contact the undersigned by email or by phone (917-701-6578).

Orchard reserves all of its rights to proceed as necessary without further notice.

Sincerely,

Myron Greenspan